

# **By-Laws of the Newcomers Club of Amelia Island**

## **Article 1 Name**

The name of this club is the Newcomers Club of Amelia Island™ (the "Club").

## **Article 2 Purpose**

The purpose of the Club is to provide an atmosphere for developing new friendships and offering social and service opportunities in the community. The Club is a not-for-profit 501 (c) (7) women's organization.

## **Article 3 Membership**

Any woman who resides in Nassau County, FL may join.

Membership is valid for 12-months from April 1 through March 31 each year provided the member remains in good standing. A member remains in good standing by paying dues each year on or before the due date and by following the by-laws, and all rules and regulations established by the Executive Board (the "Board") or by an activity, event or program provided by the Club (an "Activity").

The Board, in its sole discretion, may terminate any membership.

Members may not sell goods or services at Club functions without prior Board approval.

## **Article 4 Dues**

Dues are set by the Board and payable in April of each year. All members must pay their dues by May 15th, or their membership will be terminated. Dues will be adjusted for first time members joining December through March.

Changes in annual dues must be approved by a vote of a majority of the Board.

## **Article 5 Elections**

Members elect the Board each January. All members in good standing are allowed to vote. Voting can be conducted in person or by any other means as determined by the Board. Members of the Board must be elected by a majority of members voting.

Each member of the Board is elected for a one-year term beginning at the April Board meeting.

Potential Board members are selected by the Nominating Committee, which consists of a Chair appointed by the President. The Chair selects a committee of at least three members to vet and present a slate of officers for election by the general membership. No nominee for office may serve on the Nominating Committee. Nominations by members may also be considered.

No member of the Board may serve for more than three consecutive terms unless the Nominating Committee is unable to identify another member willing to serve in that position and a majority of the Board approves the nomination of that person. For the purpose of determining consecutive terms, any officer who served between six and twelve months of any term will be determined to have served the entire year.

### **Article 6 Executive Board**

The Board is responsible for the day-to-day operations of the Club.

All Board members must be year-round residents of Nassau County and members in good standing.

### **Article 7 Officers**

The Board is made up of the following officers: President, President Elect, Vice President, Secretary, Treasurer, Community Service Officer, Communications Officer, Membership Officer, and Technology Officer.

A vacancy of an officer position will be filled by a vote of a majority of the Board, with the exception of a vacancy in the office of President, who upon resignation or removal, is replaced by the President-Elect.

An officer may be removed from office by a vote of the majority of the other members of the Board.

### **Article 8 Duties of the Officers**

**President:** The President presides at meetings of the Club and of the Board. The President appoints chairs for Activities and is a member ex-officio of all committees, except the Nominating Committee.

**President-Elect:** If the President is absent, the President-Elect performs all duties of the President in her absence. The President-Elect becomes the President the year

following her election as President-Elect. The President-Elect serves as liaison between the Activities and the Board.

**Vice President:** The Vice President plans and manages the monthly luncheons.

**Secretary:** The Secretary is responsible for the minutes of all general meetings and Board meetings. The Secretary manages all Club correspondence and maintains and stores correspondence, minutes, legal documents, taxes, and Club computer passwords.

**Treasurer:** The Treasurer is responsible for an itemized account of all income/deposits and disbursements and reports monthly to the Board. The Treasurer prepares an annual operating budget, an annual financial report at the end of each fiscal year and prepares and files the Club's taxes.

The Audit Committee conducts an audit of the Club's financial records three times each year.

**Community Service Officer:** The Community Service Officer manages the Club's charitable activities, including the selection of charities the Club will sponsor, and coordination of the Club's fund-raising efforts.

**Communications Officer:** The Communications Officer coordinates all mass communications relevant to the general membership and or the general public.

**Membership Officer:** The Membership Officer serves as contact person for prospective members and provides liaison services for new members.

**Technology Officer:** The Technology Officer oversees the Technology Committee and is responsible for the technology needs of the Club.

### **Article 9 Activities**

The Board must approve any new Activity. Each Activity approved by the Board must have an Activity Chair willing to manage the administrative requirements of that Activity.

All Activities must be open for participation by all members and must be financially self-sustaining. Activities may be added or deleted as warranted.

In addition to presenting a slate of officers, the Nominating Committee will also recruit and present potential Activity chairs for the approval of the President-Elect. Any Activity Chair may have a co-Chair and or committee to assist as needed.

No member is allowed to plan an Activity and bill the Club for charges incurred without prior Board approval. Any member who commits to such an expense will be personally responsible for the prompt payment of the charges.

### **Article 10 Meetings**

The Board will meet monthly or more often as deemed necessary by the President. A majority of the Board constitutes a quorum, and all votes require a majority of those present to succeed.

The Board may call a general meeting of the membership. Notice must be provided to the members in good standing by publishing the announcement in the monthly newsletter prior to the meeting along with the reason for the meeting. In addition, the notice must indicate whether the meeting is an in-person meeting or whether other methods of attending and or voting will be allowed.

Any Club business may be conducted at a general meeting and those present at the meeting, in person or any other manner allowed by the Board, constitutes a quorum. A favorable vote on any issue will require the approval of the majority of those present, in person or as otherwise allowed.

### **Article 11 Amendment of the By-Laws**

Any amendment to these By-Laws must be approved by a majority of the members present in person or as otherwise allowed. Prior to any vote to amend the By-Laws, all members in good standing must be provided a copy of the proposed changes to the By-Laws.

### **Article 12 Privacy**

The list of members and members information provided to the Club is private and confidential ("Club Information"). Although all members have access to this information, no member is allowed to use Club Information for personal gain, and it cannot be used for solicitations or communications by a member for commercial gain nor on behalf of a third party nor made available to non-members.

Any member who solicits other Club members for commercial, political, religious, or personal gain at any Club function may have their membership revoked.